

CERTIFIED COPY OF RESOLUTION OF THE BOARD OF DIRECTORS
OF QUARTERMASTER GF, INC.
AUTHORIZING THE FILING OF A PETITION UNDER
CHAPTER 11 OF THE BANKRUPTCY CODE

"RESOLVED: whereas the assets of the corporation are less in value than the amount of its total liabilities; the corporation is unable to meet its obligations as they mature; and

WHEREAS it is apparent that the business of the corporation cannot be operated profitably and that a continuation of the business of the corporation will result in certain creditors receiving preferences, and in a substantial dissipation of the assets of the corporation. Now, therefore,

BE it resolved that a Petition under Chapter 11 of the Bankruptcy Code be filed by the corporation and that JESUS VICTOR QUILES is and hereby is authorized to execute on behalf of the Corporation all instruments and pleadings required by law for the purpose of the filing of the petition under Chapter 11 of the Bankruptcy Code and be it further resolved,

THAT QUARTERMASTER GF, INC., be and hereby is authorized to pay unto the Clerk of the Bankruptcy Court all necessary filing fees required by law, and, be it further resolved,

THAT LUIS R. SANTOS BAEZ, Attorney at Law, be employed to act as counsel for the corporation in such bankruptcy proceedings."

THE undersigned hereby certifies that Mr. JESUS VICTOR QUILES is the President of the Corporation and has in his possession the corporate records of said corporation; that the above is a true and correct copy of a Resolution adopted by the Board of Directors of said corporation at a duly constituted meeting held on April 29th, 2014, in accordance with its corporate regulations; that a quorum was present at said meeting; that the said resolution has not been revoked, modified, annulled, or amended in any manner whatsoever.

IN witness whereof, I have hereunto set my hand and affixed the seal of said corporation, this 29th day of April 2014

I, JESUS VICTOR QUILES, of legal age, married , Secretary of Quartermaster GF, INC, a resident of Cabo Rojo, Puerto Rico, do hereby makes solemn oath that the statements contained in the foregoing document are true according to the best of my knowledge and belief. In Mayaguez, Puerto Rico, this day of April 2014.

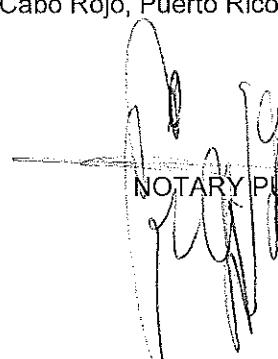
SEAL OF THE CORPORATION


SECRETARY OF THE CORPORATION

AFFIDAVIT NUMBER: 213245

SUBSCRIBED AND SWORN to before me this 29th day of January, 2013, by Jesus Victor Quiles, of legal age, marries , and resident of Cabo Rojo, Puerto Rico, to me personally known, on this same date. I attest:




NOTARY PUBLIC

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